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Transmittal Letter

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-08/28/98--01027--005
*****70.00 *****70.00

Subject: Mark J. Boatright, Inc.

Enclosed you will find an original and one copy of the Article of Incorporation and a check for \$70.00. Please return the photocopy to me with the filing date stamped on it.

From: Mark J. Boatright
4127 Ruby Drive East
Jacksonville, FL 32246
904-751-6797

(704) 586-3685
week of 9/1.
only.

Mark's wife
AUTHORIZATION BY Mark's wife
CORRECT
DATE 9/1/98
DOC. EXAM TA

FILED
98 AUG 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA - 9/1/98

FILED
98 AUG 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

Articles of Incorporation of Mark J. Boatright, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

Article I: Name of Corporation

The name of the corporation shall be Mark J. Boatright, Inc.

Article II: Nature of Business:

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

Article III: Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

Article IV: Address of Principal Office

The street address of the initial registered office of the corporation shall be 4127 Ruby Drive East, Jacksonville, Florida 32246 and the name of the initial Registered Agent for the corporation at that address is Mark Boatright. The Principal & Registered Office is the same address.

Article V: Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

Article VI: Term of Existence

This corporation shall exist perpetually.

Article VII: Limitations of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of him being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VIII: Self Dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of two directors. The initial Board of Directors shall consist of:

Mark J. Boatright, President/Secretary
Aghavni I. Boatright, Vice President/Treasurer

Article X: Incorporator

The name and address of the incorporator is:

Mark J. Boatright
4127 Ruby Drive East
Jacksonville, FL 32246

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24th date of August, 1998.

Incorporator: Mark J. Boatright

Seal

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was executed and acknowledged before me this 24th day of August, 1998, by Mark J. Boatright.

Notary Public
State of Florida

My Commission Expires: 10-27-00

(SEAL)



SHOGHIG IVO
COMMISSION # CC581289
EXPIRES OCT 27, 2000
BONDED THROUGH
ATLANTIC BONDING

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of section 607.051, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the State of Florida.

The name of this corporation is:

Mark J. Boatright, Inc.

The name and address of the Registered Agent and Office is:

**Mark J. Boatright
4127 Ruby Drive East
Jacksonville, FL 32246**

SIGNATURE

Mark J. Boatright

TITLE:

President

DATE:

8/24/98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.